IN THE HIGH COURT OF JUDICATURE AT BOMBAY
ORDINARY ORIGINAL CIVIL JURISDICTION.

COMPANY PETITION No.785/2006.
CONNECTED WITH
COMPANY APPLICATION No. 1187/2006.

In the matter of Sections 78 and 100 to 103 of the Companies Act, 1956.

And

In the matter of Reducation of the Securities Premium Account of Godrej Beverages and Foods Limited.

Godrej Beverages and Foods Ltd. ..Petitioner.

Mr Rajesh Shah i/b Rajesh Shah & Co. for the Petitioner.

CORAM: V.C. DAGA,J.

DATED: 9TH FEBRUARY,2007.

P.C.:-

1. The petitioner company has filed this petition under Sections 78, 100 to 103 of the Companies Act, 1956 to seek approval to the reduction of the Securities Premium Account of the Petitioner Company so as to make the reduction effective. Perused petition.

2. On receipt of the petition, this Court had directed to advertise the same stating the date of hearing of the Petition in daily newspapers "Free Press Journal" and "Navshakti" which the petitioner has published as stated in it's affidavit dated 31st

January, 2007.

3. The petitioner has also brought on record that the Board of Directors of Petitioner Company have passed the resolution unanimously approving the reduction of the Securities Premium Account for writing off the debit balance in the Profit and Loss Account and Miscellaneous Expenditure

4. The petitioner company has contended that the proposed reduction of capital pursuant to the Special Resolution passed by the Shareholders at the Extraordinary General Meeting held on 27th November, 2006 will not adversely affect the Petitioner Company or its shareholders. The petitioner has thus, complied all the requirements under Sections 78 read with Sections 100 to 103 of the Companies Act,1956.

5. In the above view of the matter, having satisfied with the submissions made,the petition is made absolute in terms of prayer clause (a) and (b) with no order as to costs.

[V.C.DAGA,J]